In a brilliant flash of light, Carol Danvers was transformed by the alien Kree Empire's DNA-altering technology, becoming the magnificent...

MS. MARVEL

"FOR THE BEST"

After a terrible accident involving the super hero team NEW WARRIORS results in the deaths of hundreds of school-children, the long debated Super Hero Registration Act is finally made law.

Heroes must register their identities with the government and be trained as proper law enforcement officers. Failure to register is a crime, punishable by incarceration.

Heroes have divided into two camps - those allied with Iron Man, who supports the law, and those who follow Captain America, who has moved underground to fight back at a government that has turned its back on him.

Julia "Arachne" Carpenter changed sides when she was sent to hunt down her lover, Maximilian Coleridge (aka "Shroud"). The two of them WENT on the run, hunted by the United States government.

Ms. Marvel and Simon Williams (aka "Wonder Man"), who both side with Iron Man, captured Shroud, but Julia escaped.

In the midst of all this, Ms. Marvel has also taken on the task of mentoring Anya Corazon, the young hero known as Araña...

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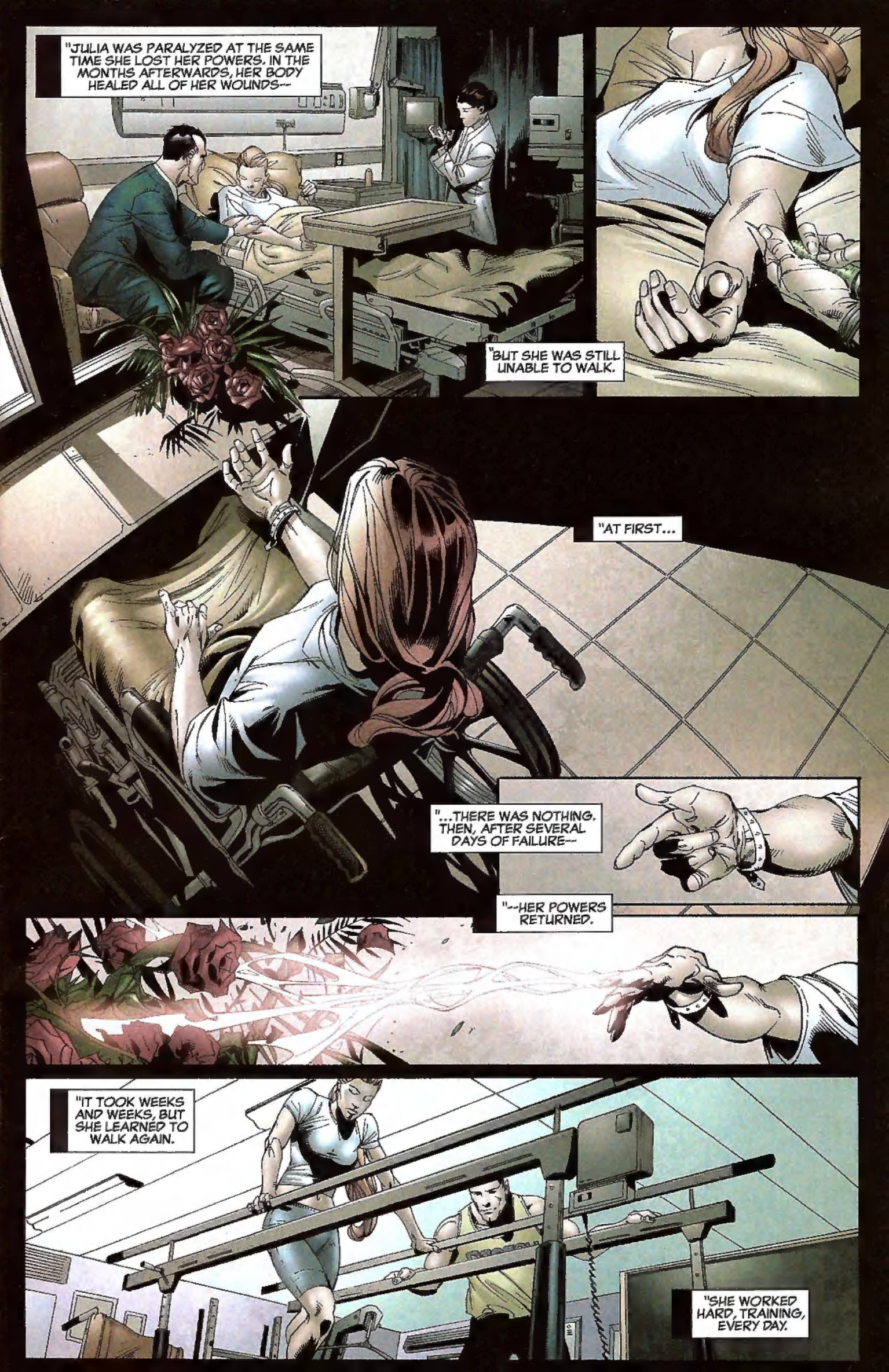
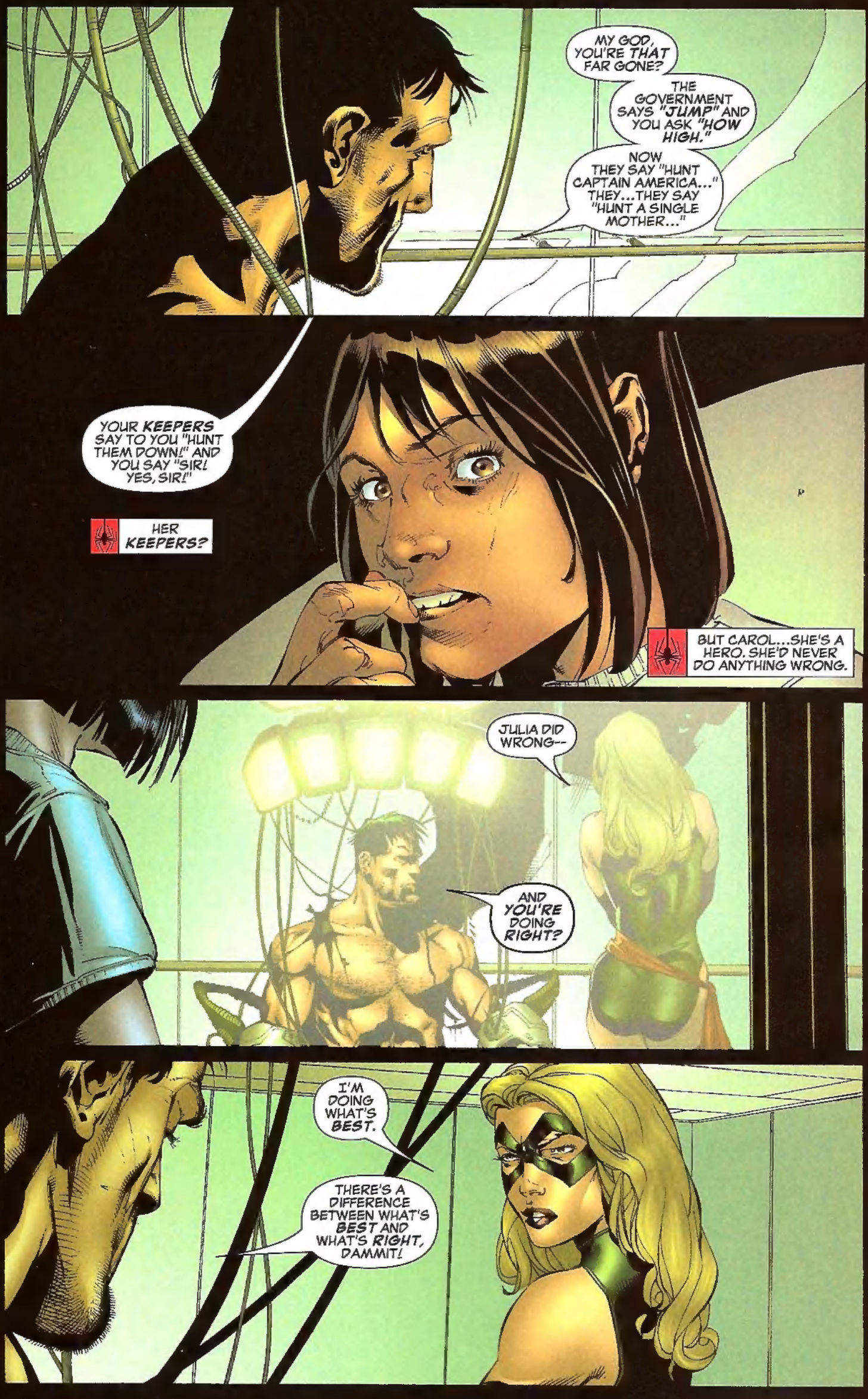
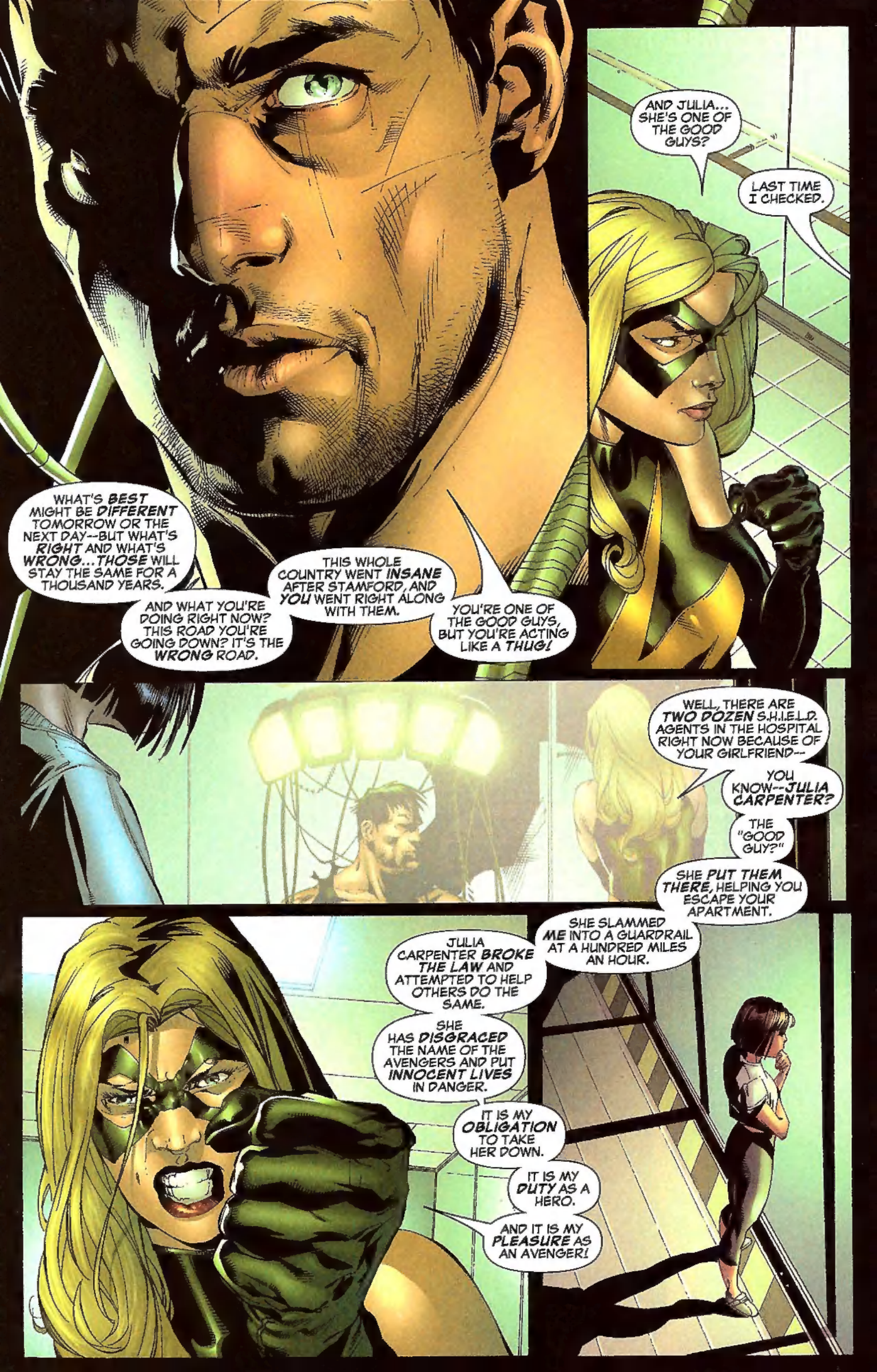
AVENGERS TOWER.
SO, SIMON... IS THIS NORMAL?
WELL, ANYA...IT'S NEW.
YEAH, BUT, IS IT NORMAL?
WELL, A LOT OF THINGS ARE DIFFERENT NOW THAN THEY USED TO BE.
THAT'S WHAT PEOPLE KEEP SAYING.
I SAID--
I HEARD YOU, CAROL.
WELL?
YOU'RE GOING AFTER JULIA NO MATTER WHAT I TELL YOU.
THIS IS TRUE.
SO WHY DOES IT MATTER?
BECAUSE, MAX, UNTIL A FEW MONTHS AGO, JULIA CARPENTER WAS IN A WHEEL-CHAIR.
HER S.H.I.E.L.D. FILE SAYS SHE LOST HER POWERS AND WAS CRIPPLED IN THE PROCESS. YET HERE SHE IS, BACK IN ACTION, OPERATING AT FULL CAPACITY.
I WANT TO KNOW HOW THAT'S POSSIBLE.
MY COMPANY...
"...OUR LABS WERE ABLE TO SYNTHESIZE THE SAME FORMULA THAT ORIGINALLY GAVE JULIA HER SPIDER-POWERS.


"JULIA WAS PARALYZED AT THE SAME TIME SHE LOST HER POWERS. IN THE MONTHS AFTERWARDS, HER BODY HEALED ALL OF HER WOUNDS--
"BUT SHE WAS STILL UNABLE TO WALK.
"AT FIRST...
"...THERE WAS NOTHING. THEN, AFTER SEVERAL DAYS OF FAILURE--
"--HER POWERS RETURNED.
"IT TOOK WEEKS AND WEEKS, BUT SHE LEARNED TO WALK AGAIN.
"SHE WORKED HARD, TRAINING, EVERY DAY.

"AND IT PAID OFF.
"SOON SHE WAS ABLE TO WALK.
"WE EVENTUALLY FELL IN LOVE.
"SHE WAS ABLE TO PLAY WITH HER DAUGHTER.
"SHE WAS WHOLE AGAIN."
WHAT I DON'T UNDERSTAND IS, HOW CAN YOU DO THIS TO A FRIEND? HOW CAN YOU HUNT HER DOWN LIKE AN ANIMAL AND--
SHE WAS AN AVENGER, FOR GOD'S SAKE!
SO WAS CAPTAIN AMERICA! AND I LOVE HIM LIKE A FATHER! BUT WHEN YOU CROSS THE LINE--


MY GOD, YOU'RE THAT FAR GONE?
THE GOVERNMENT SAYS "JUMP" AND YOU ASK "HOW HIGH."
NOW THEY SAY "HUNT CAPTAIN AMERICA..." THEY...THEY SAY "HUNT A SINGLE MOTHER..."
YOUR KEEPERS SAY TO YOU "HUNT THEM DOWN!" AND YOU SAY "SIR! YES, SIR!"
HER KEEPERS?
BUT CAROL...SHE'S A HERO. SHE'D NEVER DO ANYTHING WRONG.
JULIA DID WRONG--
AND YOU'RE DOING RIGHT?
I'M DOING WHAT'S BEST.
THERE'S A DIFFERENCE BETWEEN WHAT'S BEST AND WHAT'S RIGHT, DAMMIT!


AND JULIA... SHE'S ONE OF THE GOOD GUYS?
LAST TIME I CHECKED.
WHAT'S BEST MIGHT BE DIFFERENT TOMORROW OR THE NEXT DAY--BUT WHAT'S RIGHT AND WHAT'S WRONG...THOSE WILL STAY THE SAME FOR A THOUSAND YEARS.
AND WHAT YOU'RE DOING RIGHT NOW? THIS ROAD YOU'RE GOING DOWN? IT'S THE WRONG ROAD.
THIS WHOLE COUNTRY WENT INSANE AFTER STAMFORD, AND YOU WENT RIGHT ALONG WITH THEM.
YOU'RE ONE OF THE GOOD GUYS, BUT YOU'RE ACTING LIKE A THUG!
WELL, THERE ARE TWO DOZEN S.H.I.E.L.D. AGENTS IN THE HOSPITAL RIGHT NOW BECAUSE OF YOUR GIRLFRIEND--
YOU KNOW--JULIA CARPENTER?
THE "GOOD GUY?"
SHE PUT THEM THERE, HELPING YOU ESCAPE YOUR APARTMENT.
SHE SLAMMED ME INTO A GUARDRAIL AT A HUNDRED MILES AN HOUR.
JULIA CARPENTER BROKE THE LAW AND ATTEMPTED TO HELP OTHERS DO THE SAME.
SHE HAS DISGRACED THE NAME OF THE AVENGERS AND PUT INNOCENT LIVES IN DANGER.
IT IS MY OBLIGATION TO TAKE HER DOWN.
IT IS MY DUTY AS A HERO.
AND IT IS MY PLEASURE AS AN AVENGER!

DENVER, COLORADO.
ARAÑA, THIS IS YOUR FIRST COMBAT DROP. I WANT YOU TO LISTEN ONLY TO ME AND I WANT YOU TO DO WHAT I SAY, WHEN I SAY. UNDERSTAND?
I-- UH, SURE. YEAH.
JULIA'S DAUGHTER, RACHEL, IS STAYING WITH JULIA'S PARENTS, WALTER AND ELIZABETH CORNWALL.
I JUST WANT TO MAKE SURE BOTH RACHEL AND HER GRANDPARENTS ARE OUT OF THE WAY BEFORE JULIA ARRIVES--IN CASE TROUBLE STARTS.
WE'RE EXPECTING TROUBLE?
YOU ALWAYS EXPECT TROUBLE. THAT WAY IT DOESN'T SURPRISE YOU.

MISTER CORNWALL!

GAH!

MISTER CORNWALL, MY NAME IS CAROL DANVERS AND--

I KNOW WHO YOU ARE!

YOUR DAUGHTER, JULIA, IS--

SHE'S NOT HERE! SHE'S OFF IN NEW YORK WITH--

THAT'S JUST IT. SHE AIN'T IN NEW YORK ANY MORE.

WE WANT TO GET YOU, YOUR WIFE AND GRANDDAUGHTER TO *SAFETY* BEFORE JULIA--

BUT I DON'T *KNOW* ANYONE IN *CANADA!*

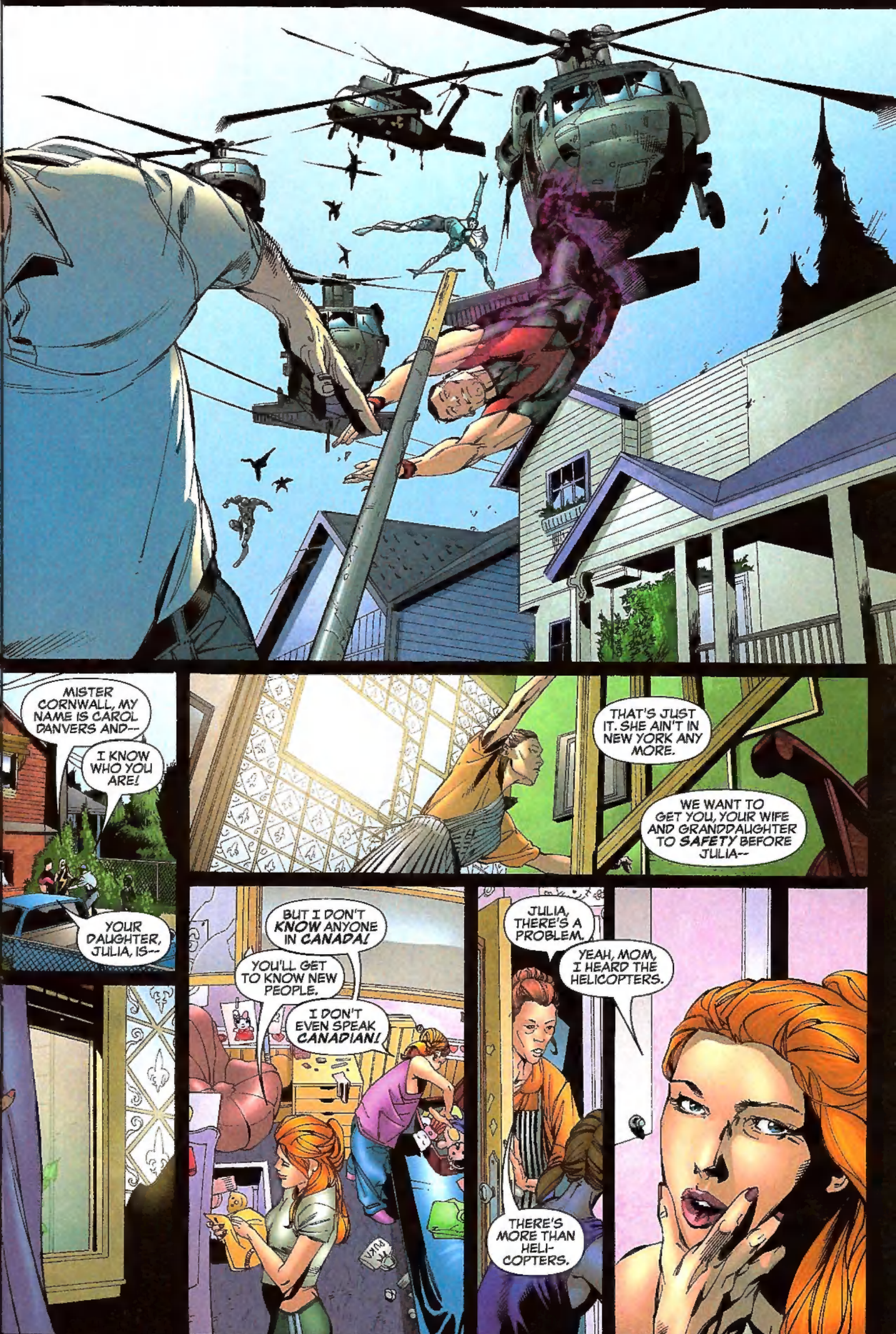
YOU'LL GET TO KNOW NEW PEOPLE.

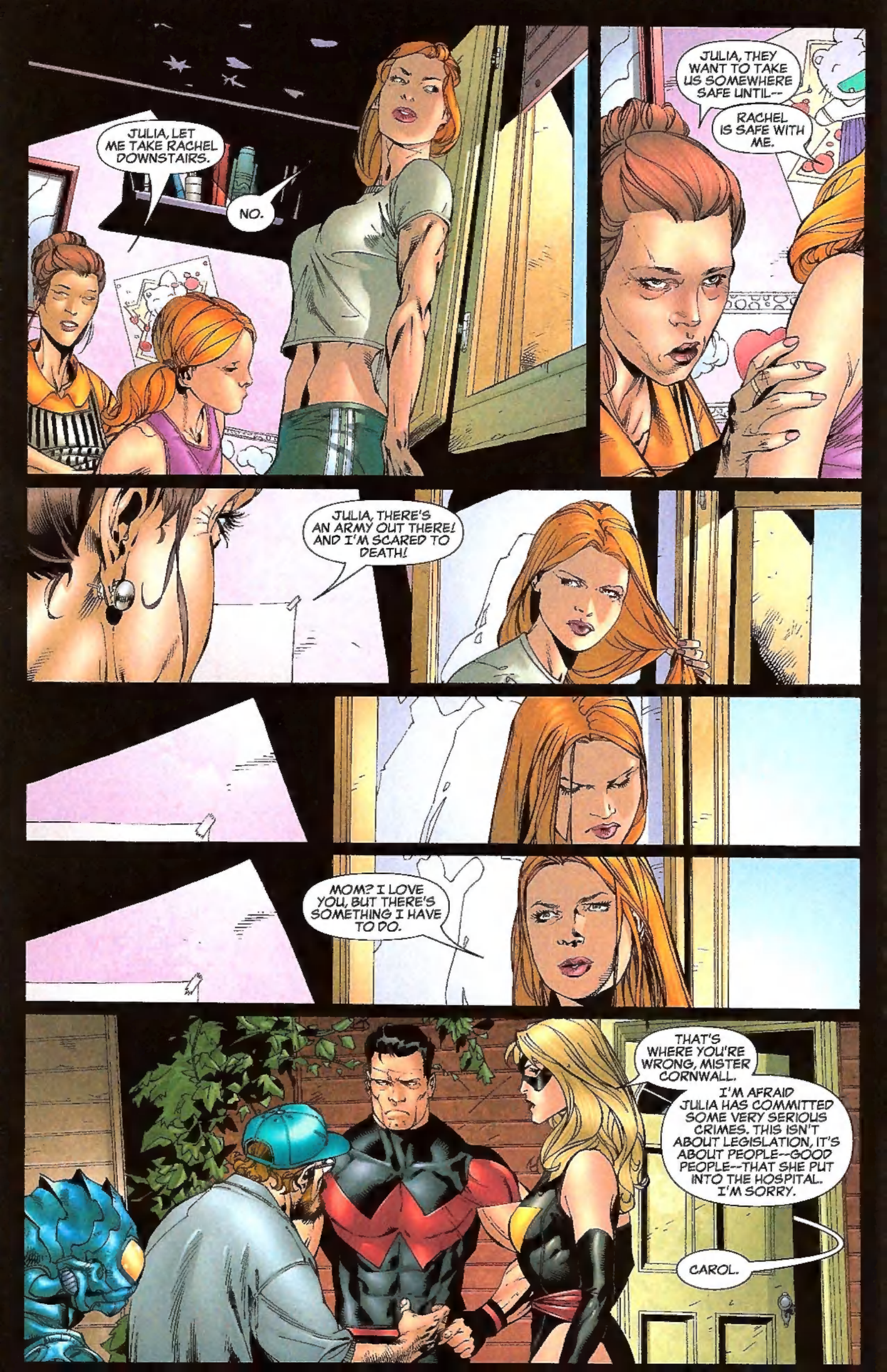
I DON'T EVEN SPEAK *CANADIAN!*

JULIA, THERE'S A PROBLEM.

THERE'S MORE THAN HELI-COPTERS.

YEAH, MOM, I HEARD THE HELICOPTERS.


MISTER CORNWALL, MY NAME IS CAROL DANVERS AND--
I KNOW WHO YOU ARE!
YOUR DAUGHTER, JULIA, IS--
THAT'S JUST IT. SHE AIN'T IN NEW YORK ANY MORE.
WE WANT TO GET YOU, YOUR WIFE AND GRANDDAUGHTER TO SAFETY BEFORE JULIA--
BUT I DON'T KNOW ANYONE IN CANADA!
YOU'LL GET TO KNOW NEW PEOPLE.
I DON'T EVEN SPEAK CANADIAN!
JULIA, THERE'S A PROBLEM.
YEAH, MOM, I HEARD THE HELICOPTERS.
THERE'S MORE THAN HELI-COPTERS.


JULIA, LET ME TAKE RACHEL DOWNSTAIRS.
NO.
JULIA, THEY WANT TO TAKE US SOMEWHERE SAFE UNTIL--
RACHEL IS SAFE WITH ME.
JULIA, THERE'S AN ARMY OUT THERE! AND I'M SCARED TO DEATH!
MOM? I LOVE YOU, BUT THERE'S SOMETHING I HAVE TO DO.
THAT'S WHERE YOU'RE WRONG, MISTER CORNWALL.
I'M AFRAID JULIA HAS COMMITTED SOME VERY SERIOUS CRIMES. THIS ISN'T ABOUT LEGISLATION, IT'S ABOUT PEOPLE--GOOD PEOPLE--THAT SHE PUT INTO THE HOSPITAL. I'M SORRY.
CAROL.

CAROL. THIS NEEDS TO END. RIGHT NOW.
I'M TAKING RACHEL AND WE'RE LEAVING THE COUNTRY--
IT'S TOO LATE FOR THAT, JULIA.
--AND THERE'S NO REASON FOR ANYONE TO FOLLOW US. I'M NOT--
YOU BROKE THE LAW, JULIA.
--DOING THE SUPER HERO THING ANY MORE AND--
PEOPLE ARE IN THE HOSPITAL BECAUSE OF YOU!
CAROL, LET ME DO THIS. LET ME WALK AWAY. PLEASE. I PROMISE--
STEP AWAY FROM THE CAR, JULIA.
MOM? WHAT'S GOING TO HAPPEN?
I LOVE YOU, BABY. NEVER FORGET THAT.
ARE WE GOING TO LEAVE?
JUST SIT RIGHT HERE, OKAY?
MOM?
MOM!

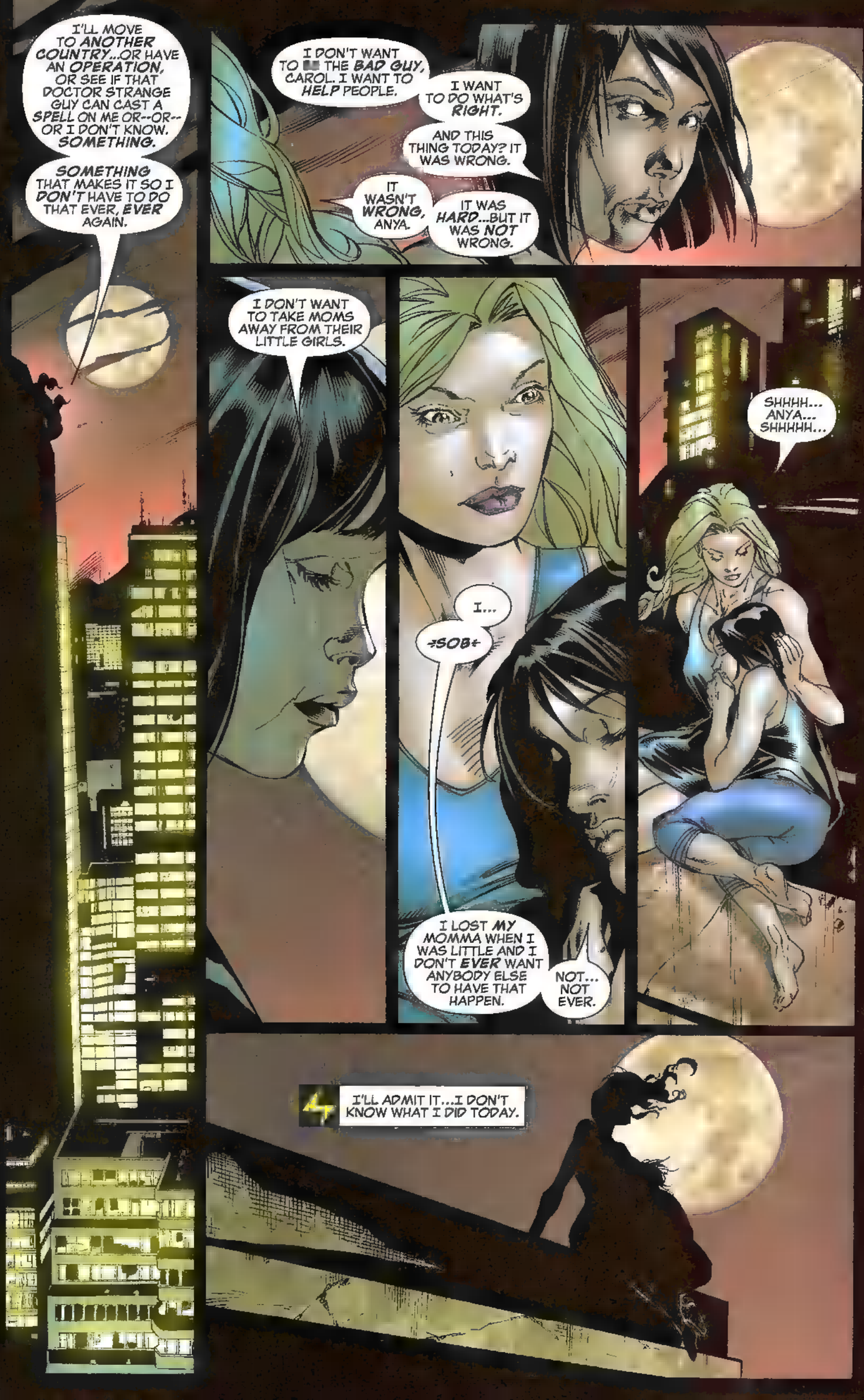
DID YOU REALLY THINK WE WERE GOING TO LET YOU JUST DRIVE AWAY?
NO.
I DIDN'T.
THEN WHY BRING RACHEL OUTSIDE? WHY NOT JUST COME OUT AND SURRENDER?
BECAUSE, AS MUCH AS IT PAINS ME TO SAY IT, MY LITTLE GIRL HAS TO GROW UP SOMEDAY.
SHE HAS TO LEARN THE DIFFERENCE BETWEEN RIGHT AND WRONG.
SHE HAS TO LEARN THAT THERE ARE SOME THINGS...
...WORTH FIGHTING FOR!
THWACK!
OH, NO YOU DON'T!
ARAÑA! GET IN THE CAR AND KEEP RACHEL SAFE!
I--
DO IT! NOW!
WHAT ARE YOU?!
IT'S OKAY! MY NAME IS ANYA AND I'M JUST HERE TO KEEP YOU SAFE UNTIL--
GET AWAY FROM ME!
WAIT! COME BACK!

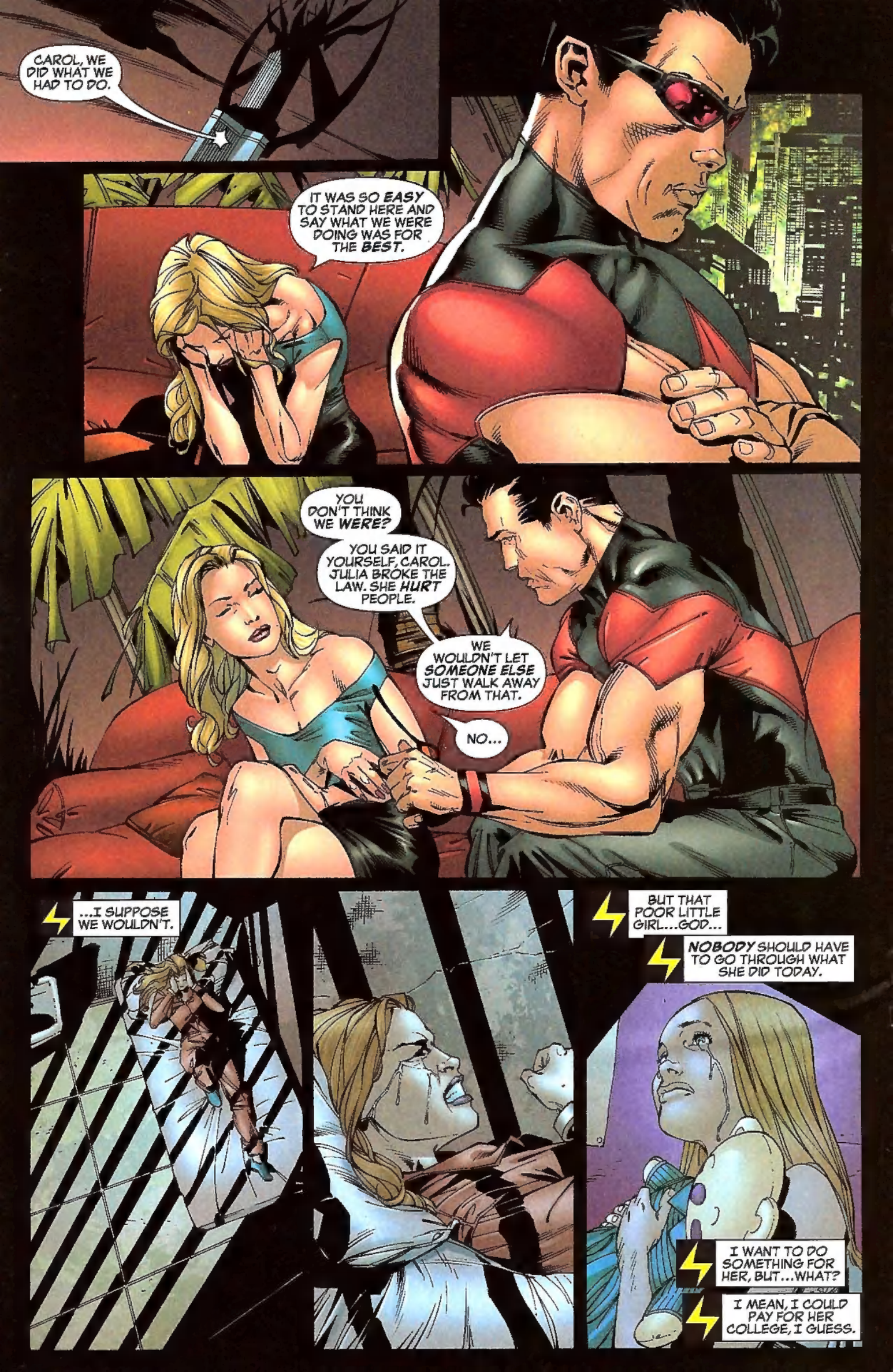
NO!
KRAK!
=URFFF!=
JULIA!
WHA--
OOOF!
THWACK!
THUD!
STAY DOWN, JULIA!
STAY! DOWN!
=GUUUUFF!=

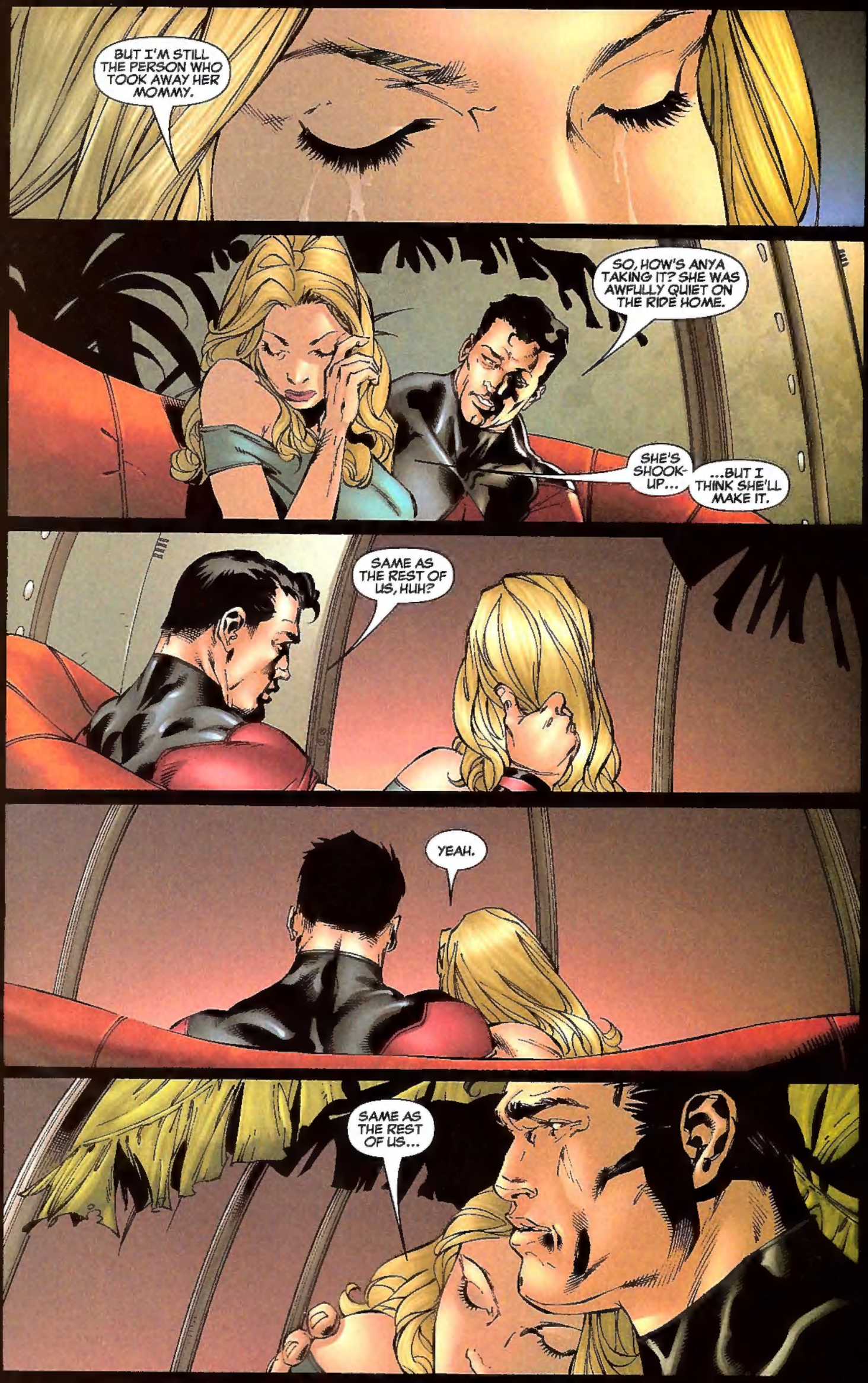
DAMMIT, CAROL! HOW CAN YOU NOT SEE WHAT'S HAPPENING?!
HOW CAN YOU NOT SEE HOW WRONG THIS ALL IS?!
I SAID, STAY DOWN!
UNNNN...
MOM?

MOM?!
MOM? MOM?
NO! NO! PUT ME DOWN!
LET HER GO!
MOM!
RACHEL!

CAROL...IS THIS WHAT THE GOOD GUYS DO NOW? TAKE KIDS AWAY FROM THEIR MOMS?
BECAUSE IF THIS IS WHAT WE DO NOW...
...THEN I DON'T THINK I WANT ANY PART OF IT.
MOMMY! MOMMY!
NONE OF IT.


I'LL MOVE TO ANOTHER COUNTRY...OR HAVE AN OPERATION, OR SEE IF THAT DOCTOR STRANGE GUY CAN CAST A SPELL ON ME OR--OR--OR I DON'T KNOW. SOMETHING.
SOMETHING THAT MAKES IT SO I DON'T HAVE TO DO THAT EVER, EVER AGAIN.
I DON'T WANT TO [redacted] THE BAD GUY, CAROL. I WANT TO HELP PEOPLE.
I WANT TO DO WHAT'S RIGHT.
AND THIS THING TODAY? IT WAS WRONG.
IT WASN'T WRONG, ANYA.
IT WAS HARD...BUT IT WAS NOT WRONG.
I DON'T WANT TO TAKE MOMS AWAY FROM THEIR LITTLE GIRLS.
I...
=SOB=
I LOST MY MOMMA WHEN I WAS LITTLE AND I DON'T EVER WANT ANYBODY ELSE TO HAVE THAT HAPPEN.
NOT... NOT EVER.
SHHHH... ANYA... SHHHHH...
I'LL ADMIT IT...I DON'T KNOW WHAT I DID TODAY.


CAROL, WE DID WHAT WE HAD TO DO.
IT WAS SO EASY TO STAND HERE AND SAY WHAT WE WERE DOING WAS FOR THE BEST.
YOU DON'T THINK WE WERE?
YOU SAID IT YOURSELF, CAROL. JULIA BROKE THE LAW. SHE HURT PEOPLE.
WE WOULDN'T LET SOMEONE ELSE JUST WALK AWAY FROM THAT.
NO...
...I SUPPOSE WE WOULDN'T.
BUT THAT POOR LITTLE GIRL...GOD...
NOBODY SHOULD HAVE TO GO THROUGH WHAT SHE DID TODAY.
I WANT TO DO SOMETHING FOR HER, BUT...WHAT?
I MEAN, I COULD PAY FOR HER COLLEGE, I GUESS.


BUT I'M STILL THE PERSON WHO TOOK AWAY HER MOMMY.
SO, HOW'S ANYA TAKING IT? SHE WAS AWFULLY QUIET ON THE RIDE HOME.
SHE'S SHOOK-UP...
...BUT I THINK SHE'LL MAKE IT.
SAME AS THE REST OF US, HUH?
YEAH.
SAME AS THE REST OF US...

OOOOFFF!
WHOOSH
OW! LEGGO! WHO ARE YOU?!
HOLD IT...
...RIGHT THERE!
WHOA--!
OKAY, NOW WHO ARE YOU AND--

ROGUE?! WHAT ARE YOU DOING HERE?
BACK BEFORE SHE WENT GOOD AND JOINED THE X-MEN, ROGUE TRIED TO KILL ME.
CAROL, DARLIN', WE GOT A PROBLEM, ME AND YOU.
AND WE'RE GONNA SOLVE IT.
TO BE CONTINUED...